



एनपीसीआईएल
NPCIL

न्यूक्लियर पावर कॉर्पोरेशन
ऑफ इंडिया लिमिटेड
(भारत सरकार का उद्यम)

**NUCLEAR POWER CORPORATION
OF INDIA LIMITED**
(A Government of India Enterprise)

विक्रम साराभाई भवन
सेंट्रल एवेन्यू रोड, अणुशक्तिनगर,
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No. NPCIL/BOND/CATALYST-Qtrly-returns/Q4/31032023/2023-24/48

12th June, 2023

To,
M/s.Catalyst Trusteeship Limited,
Windsor, 6th floor, Office No.604,
CST Road, Kalina,
Santacruz(East),
Mumbai-400 098.

**Subject: Statutory Compliance Report-7.34% Srs.XXXIV (ISIN-INE 206D08469) & 6.89% Srs.XXXVI (ISIN
INE206D08485) NCD for the Quarter ended as on 31st March, 2023**

Dear Sir/Madam,

We hereby submit the following information for the quarter ended 31st March, 2023 as under:

- 1) **As per Point no. 1.** Updated list of the Debenture Holders placed in '**ANNEXURE – A**'
2. A Certificate-cum-confirmation about payment of Interest and principal duly signed by key managerial personnel viz. Managing Director/CEO/CS/CFO/Manager of the Company - '**ANNEXURE-A1**'
3. The number and nature of grievances
 - a) Received from Debenture Holders
 - b) Number of Grievances resolved by Company
 - c) Grievances Unresolved by the Company and reasons thereof:
..... '**ANNEXURE – B**'
4. The Assets of the Company and of the guarantors, if any which are available by way of security/cash flows/profits are sufficient to discharge the claims of the debenture holders as and when they become due and that such assets are free from any other encumbrances except those which are specifically agreed to by the debenture holders.

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पंजीकृत कार्यालय : सेंटर-1, 16 वाँ तल, विश्व व्यापार केन्द्र, कफ परेड, कुलाबा, मुंबई - 400 005.
Regd. Office : Centre-1, 16th Floor, World Trade Centre, Cuffe Parade, Colaba, Mumbai - 400 005

- A) In the light of **SEBI/HO/MIRSD/CRADT/CIR/P/2020/230** dated **November 12, 2020**, in terms of para 2.1 – Asset Cover Certificate as per ‘**ANNEXURE – C**’
Note: As per SEBI(LODR) (Third Amendment) Regulations, 2022 ‘Asset Cover’ has been replaced by ‘Security Cover’
5. A copy of the Financial results submitted to stock exchange shall also be provided to Debenture Trustees on the same day the information is submitted to Stock Exchange as per Regulation 52(1) of SEBI(LODR) Regulation, 2015 and financial results submitted to stock exchange shall disclose items as per Regulation 52(4) of SEBI (LODR) Regulation, 2015..... **(Refer ANNEXURE- D)**
6. Details of Debenture Redemption Reserve/Debenture Redemption/maintenance of funds as per Companies (Share Capital and Debenture) Rules 2014 - As per MCA Official Notification GSR 574E dated 16.08.2019 read with the enclosed Notification dated 19.02.2021
(Refer ANNEXURE- E)
7. Details of Recovery Expense Fund - **Creation of Recovery Expenses Fund (REF) in terms of SEBI Circular No. SEBI/HO/MIRSD/CRADT/CIR/P/2020/207** dated **22.10.2020**
(Refer ANNEXURE-E)
8. Details of Accounts/funds to be maintained in case of Municipal Debt Securities
– Not Applicable
9. **Utilization of issue proceeds of non-convertible securities**
- i) Copy of statement indicating the utilization of issue proceeds of non-convertible securities, which shall be continued to be given till such time the issue proceeds have been fully utilised or the purpose for which these proceeds were raised has been achieved submitted to the stock exchange within Forty-five days from the Memorandum/Shelf Placement Memorandum/Offer Document (As per Regulation 52(7) of SEBI(LODR) Regulation, 2015.
(ANNEXURE-F)
- ii) A reports from the lead bank regarding progress of the project (if applicable)
- iii) A Certificate from the Company’ Statutory Auditor (Annual) (In case not applicable, reason may be mentioned)
- (a)** In respect of Utilization of funds during the implementation period of the project and
- (b)** In case of debentures issued for financing Working Capital, at the end of each accounting year.
- Note: Utilization Certificate for the FY2022-23 is to be shared on the receipt of the same from the Statutory Auditors.

10. In case of any material deviation in the use of proceeds as compared to the objects of the issue, the same shall be indicated in the format as specified by the Board ... **(ANNEXURE- F)**
11. **Details of any significant change** composition of Board of Directors, if any, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 **(ANNEXURE- G)**
12. Details of Amalgamation, demerger or corporate restructuring or reconstruction scheme proposed by the Company **Not Applicable**
13. Details of Change, if any in nature and conduct of the business by the Company..... **Not Applicable**
14. Proposals, if any placed before the BOD for seeking alteration in the form or nature or rights or privileges of Debentures or in due dates on which interest or redemption are payable, if any..... **There are no such information/documents.**
15. Outstanding litigations, orders, directions, notices of court/tribunal affecting or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents, if any. **Not Applicable**
16. Compliance of all covenants of the issue and status thereof .. on receipt of such Certificate from Statutory Auditors, the same will be provided as a part of compliance.
17. A Statement confirming that there are no events or information or happenings which may have a bearing on the performance/operation of the Company or there is no price sensitive information or any action as per SEBI (LODR) Regulations, 2015 that may affect the payment of Interest and redemption of the Debentures.....**There are no such events that affect the payment of Interest & Redemption of the Debentures.**
18. Details of Fraud/defaults by promoter or KMP or by Issuer Company or arrest of the KMP or promoter..... **There are no defaults**
19. Details of requisite/pending (if any) information/documents indicated as conditions precedent/subsequent in debenture document/s in respect of NCD..... **N.A**

20. A Certificate confirming that the properties secured for the Debenture are adequately insured and policies are in the joint names of the Trustees (Wherever applicable copy of the Insurance Policies duly endorsed in favour of the Debenture Trustees as 'Loss Payee'(**ANNEXURE- H**)
21. Change in Credit rating for each ISIN, if any **No Changes**
22. Company has complied with the provisions of Companies Act, Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listing agreement with Stock Exchange , trust deed and all other regulations issued by SEBI pertaining to debt issue from time to time **YES**
23. In case if the Company has not submitted the pre-authorisations letter or details of Redemption account to trustee with regards to clause 3.2 of SEBI Circular on Operational Framework for transaction in defaulted debt securities dated June 23, 2020, we request you to provide the same - **Not Applicable**
24. The 'High Value Debt Listed Entities' which has listed its non-convertible debt securities and has an outstanding value of listed non-convertible debt securities of Rupees Five Hundred Crore and above (provided that in case an entity that has listed its non-convertible debt securities triggers the specified threshold of Rupees Five Hundred Crore during the course of the year) shall ensure compliance with the provisions outlined under Regulations 16 to 26
25. The listed entity shall submit to the stock exchange and the Debenture Trustee and publish on its website (For applicable Quarter)
- a) A copy of the Annual Report sent to the Bondholders along with the notice of the Annual General Meeting not later than the date of commencement of dispatch to its shareholders; and
 - b) In the even of any changes to the Annual Report, the revised copy along with the details and explanation for the changes not later than 48 hours after the Annual General Meeting.

**Part II Confirmation about the Information to be submitted to the Debenture Holders
(Regulation 58)**

1. The Listed entity shall send the following documents:
 - a) Soft copies of the full Annual Reports to all the holders of Non-convertible securities who have registered their email address(es) either with the listed entity or with any depository;
 - b) Hard copy of statement containing the salient feature of all the documents, as specified in Section 136 of Companies Act, 2013 and rules made thereunder to those holders of non-convertible securities who have not so registered.
 - c) Hard copies of full Annual Report to those holders of Non-convertible securities who request for the same.
2. The listed entity shall send the notice of all meeting of holders of Non-convertible debt securities specifically stating that the provisions for appointment of proxy as mentioned in Section 105 of the Companies Act, 2013 shall be applicable for such meeting.
3. The listed entity shall send proxy forms to holders of Non-convertible debt securities which shall be worded in such a manner that holders of these securities may vote either for or against each resolution.

NOTE: As per the Regulation 56(1) (c) of SEBI (LODR) Regulations, 2015, all the supporting declaration and documents are attached here as a part of compliance.